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RECORDATION NO. 21803 FILED

NOV 23 '98

3-02PM

OF COUNSEL
URBAN A. LESPER

RECEIVED
SURFACE TRANSPORTATION
BOARD

NOV 23 3 02 PM '98

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

November 23, 1998

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a), are two (2) copies of a Memorandum of Lease Agreement, dated as of November 20, 1998, a primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor: GATX Third Aircraft Corporation
Four Embarcadero Center
San Francisco, CA 94111

Lessee: Westlake Chemical Corporation
2801 Post Oak Boulevard
Houston, TX 77056

A description of the railroad equipment covered by the enclosed document is:

set forth on the Exhibit attached to the Memorandum of Lease

Mr. Vernon A. Williams
November 23, 1998
Page 2

Also enclosed is a check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return one stamped copy of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "Robert W. Alvord", with a stylized flourish at the end.

Robert W. Alvord

RWA/bg
Enclosures

RECORDATION NO. 21803 FILED

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3-02 PM

MEMORANDUM OF LEASE AGREEMENT

dated as of November 20, 1998

between

**WESTLAKE CHEMICAL CORPORATION,
as Lessee,**

and

**GATX THIRD AIRCRAFT CORPORATION,
as Lessor**

**FILED WITH THE SURFACE TRANSPORTATION BOARD
PURSUANT TO 49 U.S.C. § 11301
on November __, 1998 at __: __.m.**

MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT is made and entered into as of November 20, 1998, by and between GATX THIRD AIRCRAFT CORPORATION ("Lessor") and WESTLAKE CHEMICAL CORPORATION ("Lessee"), with reference to the following:

1. Lessor has agreed to purchase and lease to Lessee, and Lessee has agreed to lease from Lessor, those certain railcars described on Exhibit No. 1 attached hereto.

All of such railcars are more fully described in that certain Equipment Lease Agreement dated as of November 20, 1998 (together with all of the riders, schedules and other attachments thereto, collectively, the ALease@), between Lessor and Lessee.

2. The Lease shall be effective as of the date hereof and shall be subject to the term specified in the Lease, and any extension of such term to the extent provided for in the Lease.

This Memorandum of Lease Agreement may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Memorandum of Lease Agreement.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Lease Agreement to be executed as of the date first above written.

GATX THIRD AIRCRAFT CORPORATION

By: Thomas C. Nott
Name: Thomas C. Nott
Title: VICE PRESIDENT

WESTLAKE CHEMICAL CORPORATION


By: _____
Name: _____
Title: _____

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Lease Agreement to be executed as of the date first above written.

GATX THIRD AIRCRAFT CORPORATION

By: _____
Name: _____
Title: _____

WESTLAKE CHEMICAL CORPORATION

By:  _____ RCH
Name: Stephen E Fodo _____ PK
Title: Treasurer _____

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

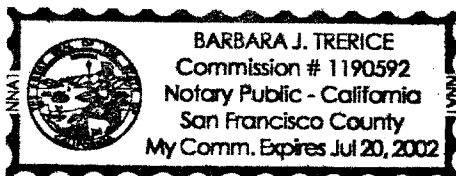
County of San Francisco

} ss.

On 20 Nov. 1998, before me, Barbara J. Trerice, Notary Public,
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")
personally appeared Thomas C. Nord,
Name(s) of Signer(s)

☒ personally known to me
☐ proved to me on the basis of satisfactory evidence

to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



Place Notary Seal Above

WITNESS my hand and official seal.

Barbara J. Trerice
Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Memorandum of Lease Agreement

Document Date: November 20, 1998 Number of Pages: 4

Signer(s) Other Than Named Above: Westlake Chemical Corporation

Capacity(ies) Claimed by Signer

Signer's Name: Thomas C. Nord

- ☐ Individual
☒ Corporate Officer — Title(s): Vice President
☐ Partner — ☐ Limited ☐ General
☐ Attorney in Fact
☐ Trustee
☐ Guardian or Conservator
☐ Other: _____

Signer Is Representing: GATX Third Aircraft Corporation

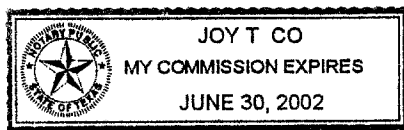
RIGHT THUMBPRINT
OF SIGNER

Top of thumb here

STATE OF TEXAS)
) ss.
COUNTY OF Harris)

On this 20th day of November, 1998, before me appeared Stephen E. Fado,
the person who signed this instrument, who acknowledged that (s)he is the Treasurer
_____ of WESTLAKE CHEMICAL CORPORATION and that, being duly authorized,
(s)he signed such instrument as a free act on behalf of said corporation.

[Seal]



Sm Co
Notary Public

My commission expires: _____

EXHIBIT NO. 1
TO MEMORANDUM OF LEASE AGREEMENT

DESCRIPTION OF RAILCARS AND REPORTING MARKS

Description	Car Mark	Car No.
ACF Industries Model CF5711 Center Flow Railcars	WLPX	60100-60496, inclusive